

ORIGINAL  
INTERVENTION



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AZ CORP COMMISSION  
DOCKET CONTROL

BEFORE THE ARIZONA CORPORATION COMMISSION

In the matter of

DOCKET NO.: S-20484A-06-0669

AGRA-TECHNOLOGIES, INC. (a/k/a  
ATI), a Nevada Corporation, 5800 North  
Dodge Avenue, Bldg. A, Flagstaff, Arizona  
86004-2963;

APPLICATION TO INTERVENE

WILLIAM JAY PIERSON (a/k/a BILL  
PIERSON), and SANDRA LEE PIERSON  
(a/k/a SANDY PIERSON), husband and  
wife, 6710 Lynx Lane Flagstaff, Arizona  
86004-1404;

RICHARD ALLEN CAMPBELL (a/k/a  
DICK CAMPBELL), and SONDRRA JANE  
CAMPBELL, husband and wife, 8686 West  
Morten Avenue, Glendale, Arizona 85305-  
3940;

WILLIAM H. BAKER, JR (a/k/a BILL  
BAKER), and PATRICIA M. BAKER,  
3027 N. Alta Vista, Flagstaff, Arizona  
86004;

JERRY JOHNSTON HODGES, 1858  
Gunlock Court Saint George, Utah 84790-  
6705; and

LAWRENCE KEVIN PAILLE (a/k/a  
LARRY PAILLE), 220 Pinon Woods Drive,  
Sedona, Arizona 86351-6902;

Respondents.

Arizona Corporation Commission

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Pursuant to A.A.C. Rules R14-4-301 and R14-3-105, application is made to intervene

1 as parties in the above captioned proceeding. This application to intervene is made on behalf  
2 of certain participants in the Ore Rights and Mining Project of Agra Technologies Inc.  
3 ("ATI"). Intervenors<sup>1</sup> represent participants who hold a substantial number of ore contracts  
4 purchased from ATI and are, thereby, directly and substantially affected by the proceedings  
5 in this matter. For the reasons set forth in the following Memorandum of Points and  
6 Authorities, the Intervenors respectfully request that their Application to Intervene be  
7 granted and that they be permitted to participate in all proceedings relating to this matter.

### 8 **MEMORANDUM OF POINTS AND AUTHORITIES**

9 Collectively, Intervenors have purchased a substantial number of ore contracts and,  
10 therefore, have considerable financial interest in the outcome of these proceedings. As  
11 financial participants, the Intervenors are knowledgeable of the business and operational  
12 aspects of ATI and the disposition of this matter may impair or impede their ability to protect  
13 their financial and contractual commitments. The involvement of the Intervenors in this  
14 proceeding will not unduly broaden the issues presented to the Arizona Corporation  
15 Commission ("ACC") and, in fact, is expected to assist in the development and accuracy of  
16 facts presented at the hearing and the ultimate conclusions reached by the Commission as  
17 well as provide the Intervenors with essential information concerning the validity and  
18 enforceability of their contracts.

19 The rules of the ACC provide for intervention under circumstances which are  
20 currently present. See A.C.C. R14-4-301 ("When not in conflict with this Article, the  
21 provisions of A.A.C. R14-3-101 through R14-3-113 apply") and R14-3-105 ("Persons . .  
22 .who are directly and substantially affected by the proceedings, shall secure an order from  
23 the Commission or presiding officer granting leave to intervene . . .").

### 24 ***Intervenors Are Directly and Substantially Affected by the Proceedings And Should*** 25 ***be Allowed to Intervene***

26 As financial participants in ATI, and collectively representing a majority of

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27 <sup>1</sup> Intervenors consist of Sperry Andrews, Hoffa Bogart, Colin Caie, Bob and Peggy DeYoung, Rhonda Faris-Holman,  
28 Patricia Kerschner, Nigel Smith, James Sweet, Jeanie Stevenson, James Urquhart and Dave and Janet Vette. Additional  
intervenors may be added in the near future.

1 participants holding ore contracts, Intervenor will be directly and substantially affected by  
2 the outcome of the proceedings. If the allegations of the ACC are proven, Intervenor could  
3 lose their entire financial commitments as well as their rights to mineral aggregate purchased  
4 pursuant to their contracts. The financial loss to Intervenor individually, in such a situation,  
5 could prove economically disastrous. Intervenor have not been contacted by the Securities  
6 Division, no information or testimony has been solicited from them as to the validity of the  
7 allegations against the respondents, and information regarding the status of proceedings has  
8 been minimal to non-existent and totally unsatisfactory.

9 Intervenor want to assure that the proceedings are conducted in a fair and balanced  
10 manner and believe that their participation in the proceedings will contribute to both.  
11 Intervenor have knowledge concerning many of the factual allegations in the First Amended  
12 Temporary Order to Cease and Desist and Notice of Opportunity for Hearing and want their  
13 testimony and information to form a part of the record in this proceeding. In addition,  
14 Intervenor are concerned with the delays that have occurred in bringing this matter to a  
15 hearing and want a voice in assuring that further delays do not occur.

16 Under the circumstances described above, intervention is allowed and appropriate.  
17 *Cf. Mountain States Telephone and Telegraph Company v. Arizona Corporation*  
18 *Commission*, 160 Ariz. 350, 353, 773 P.2d 455, 458 (1989) (intervention permitted when  
19 intervenors had economic interests at stake); *Saunders v. Superior Court in and for*  
20 *Maricopa County*, 109 Ariz. 424, 426, 510 P.2d 740, 742 (1973) (intervention warranted  
21 when interests of beneficiaries would effectively be disposed of without any opportunity for  
22 them to be heard); and *Hill v. Alfalfa Seed & Lumber Co.*, 38 Ariz. 70, 73, 297 P. 868, 869  
23 (1931) (intervention should have been permitted when interest entitling a person to intervene  
24 was in the matter in litigation and of such direct and immediate character that intervenor  
25 could have either gained or lost by direct legal operation and effect of the judgment).

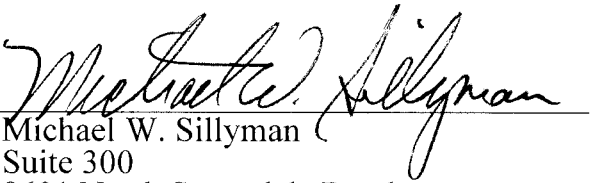
## 26 27 CONCLUSION

28 Intervenor respectfully request that their Application to Intervene be granted and that

1 they be permitted to participate in discovery and at the hearing.

2 Dated this 20<sup>th</sup> day of August, 2007.

3 **KUTAK ROCK LLP**

4  
5 By   
6 Michael W. Sillyman  
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9 Scottsdale, AZ 85253-2742

*Attorneys for Intervenor*

10 **ORIGINAL AND THIRTEEN (13) COPIES**

11 of the foregoing hand-delivered this 20<sup>th</sup> day of August,  
12 2007, to:

13 Docket Control  
14 Arizona Corporation Commission  
15 1200 West Washington  
16 Phoenix, AZ 85007

17 **ONE COPY** of the foregoing hand-delivered  
18 this 20<sup>th</sup> day of August 2007, to:

19 Marc Stern, ALJ  
20 Arizona corporation Commission  
21 1200 West Washington  
22 Phoenix, AZ 85007

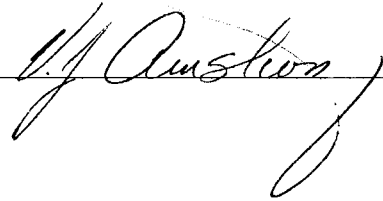
23 **ONE COPY** of the foregoing hand-delivered  
24 and electronically mailed this 20<sup>th</sup> day  
25 of August 2007, to:

26 Securities Division  
27 Arizona Corporation Commission  
28 Attn: Mike Dailey, Esq. and Mark Dinell, Esq.  
1300 West Washington, Third Floor  
Phoenix, AZ 85007

Lonnie Williams, Esq.  
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